

**UNITED STATES DISTRICT COURT  
DISTRICT OF MARYLAND  
BALTIMORE DIVISION**

JON KEENEY, On Behalf of Himself and All Others Similarly Situated,	)	
	)	
Plaintiff	)	
	)	
vs.	)	Civil Action No. AMD 01:CV-2670
	)	
JOHN G. LARKIN and	)	
MICHAEL R. AZARELA	)	
	)	
Defendants	)	

**PLAINTIFF’S MOTION FOR ORDER  
PERMITTING THE FILING OF A SURREPLY**

Plaintiff Jon Keeney, and all others similarly situated, (“Plaintiff”), by its undersigned counsel, respectfully moves, pursuant to Local Rule 105.2, that this Court issue an Order permitting Plaintiff to file a surreply memorandum in order to respond to new issues raised in Defendants John G. Larkin and Michael R. Azarela’s Reply Memorandum in Further Support of Motion to Dismiss (the “Reply”) including Defendants’ contention that RailWorks Corporation adequately disclosed to investors that RailWorks had hired a restructuring officer whose duties would include assisting in a potential bankruptcy of the Company. (See Exhibit 1, Plaintiff’s Surreply Memorandum In Response To Defendants Reply Memorandum In Further Support of Motion to Dismiss.)

The undersigned counsel were never served (electronically or by any other means) with the Reply, which is why this Motion is being filed over one month since the filing of the Reply. The undersigned counsel first learned of the filing of the Reply just one week ago and only became aware of its filing because they received this Court’s June

3, 2003 electronic notice of a motions hearing. Said hearing is scheduled for Wednesday, June 18, 2003.

WHEREFORE, for all the reasons stated herein, Plaintiff Jon Keeney, and all others similarly situated, respectfully request that the Court grant its Motion and enter an Order that permits Plaintiff to file a surreply memorandum for the limited purpose of responding to the new issues raised in Defendants' Reply, including Defendants' contention that RailWorks Corporation adequately disclosed to investors that RailWorks had hired a restructuring officer whose duties would include assisting in a potential bankruptcy of the Company.

**NEUBERGER, QUINN, GIELEN  
RUBIN & GIBBER, P.A.**

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/s/  
PRICE O. GIELEN  
Trial Bar No. 00577  
One South Street 27th Floor  
Baltimore, MD 21202  
Tel: (410) 332-8584  
Fax: (410) 332-8561  
**Local Attorneys for Plaintiffs**

**-and-**

**FEDERMAN & SHERWOOD**  
William B. Federman  
120 N. Robinson, Suite 2720  
Oklahoma City, OK 73102  
Tel: (405) 235-1560  
Fax: (405) 239-2112  
**Lead Attorneys for Plaintiffs**